

FORM A

STATE MINERAL AND ENERGY BOARD

PARISH OF EAST BATON ROUGE

STATE OF LOUISIANA



ACKNOWLEDGEMENT AND ESTOPPEL CERTIFICATION

THIS ACKNOWLEDGMENT AND ESTOPPEL CERTIFICATION (Certification) is made by and between _____ (Assignor) and _____ (Assignee) relative to State Lease(s) # _____ (State Lease) for the benefit of the State Mineral and Energy Board (Board) and the State of Louisiana (State).

RECITALS

WHEREAS, pursuant to La. R.S. 30:129, the Board is the body designated to award and administer mineral leases on lands and water bottoms belonging to the State or the title to which is in the public trust; and

WHEREAS, pursuant to La. R.S. 30:129, the Board has full supervision of all mineral leases granted by the State for purposes of determining that the terms thereof are fully complied with, and has general authority to take any action related to said leases to protect the interests of the State; and

WHEREAS, pursuant to La. R.S. 30:129, the Board is required to take all appropriate action to assure that undeveloped and non-producing lands and water bottoms of the State are reasonably and prudently explored, developed and produced for the public good; and

WHEREAS, pursuant to La. R.S. 30:128, no transfer or assignment of any mineral lease or mineral right owned by the State is valid unless approved by the Board.

NOW THEREFORE, for the benefit of the State of Louisiana, Assignor and Assignee (The Parties) do hereby acknowledge and agree:

1. That The Parties are subject to and bound by the terms, conditions and scope of the Board's Resolution approving the requested Assignment (attached) of the State Lease(s);
2. That The Parties are responsible, *in solido*, for fully and completely complying with the terms, conditions and requirements of the State Lease(s), which obligation is continuing and unaffected by any subsequent Assignment(s) of this State Lease(s);
3. That The Parties are liable, *in solido*, to the State for any failure to fully and completely comply with the terms, conditions and requirements of the State Lease(s), which liability is continuing and unaffected by any subsequent Assignment(s) of this State Lease;
4. That the Board does not recognize the existence, applicability, validity nor enforceability of any agreement(s) or instrument(s) confected by The Parties related to or referenced in the proposed Assignment of the State Lease(s); and
5. That The Parties are estopped from using any agreement(s) or instrument(s) as a basis for circumventing, defending or challenging their solidary responsibility and liability to the State for failure to fully and completely comply with any and all terms, conditions and requirements of the State Lease(s), including but not limited to the payment of royalties, plugging and abandoning and site restoration obligations, regardless of the division of leasehold interests resulting from the Assignment.

FURTHER, The Parties hereto separately and independently acknowledge and agree:

1. That they have read and fully understand this Certification;

2. That they have freely and voluntarily executed this Certification;
3. That the individuals executing this Certification on behalf of The Parties are duly empowered and authorized to do so; and
4. That the proposed Assignment and this Certification shall be interpreted and construed under the laws of the State of Louisiana.

IN WITNESS WHEREOF, this Acknowledgment and Estoppel Certification shall be effective by and between The Parties as of the date of the State Mineral and Energy Board's approval of the Assignment.

ACKNOWLEDGEMENT - ASSIGNOR

State of _____

Parish/County of _____

NOW BEFORE the undersigned Notary Public and competent witnesses, this ____ day of _____, 20XX, personally came and appeared (NAME) , in his/her capacity as (TITLE) , who acknowledges that he/she has read, fully understands and is authorized to execute this Acknowledgment and Estoppel Certification on behalf of (COMPANY) .

WITNESSES: _____ (COMPANY NAME)

Print Name: _____

Print Name : _____

Title: _____

Print Name: _____

Print Name: _____

Notary Public

Bar Roll/Notary ID Number: _____

Commission Expires: _____

ACKNOWLEDGEMENT - ASSIGNEE

State of

Parish/County of _____

NOW BEFORE the undersigned Notary Public and competent witnesses, this ____ day of _____, 20XX, personally came and appeared (NAME) , in his/her capacity as (TITLE) , who acknowledges that he/she has read, fully understands and is authorized to execute this Acknowledgment and Estoppel Certification on behalf of (COMPANY) .

WITNESSES: _____ (COMPANY NAME)

Print Name: _____

Print Name: _____

Title: _____

Print Name: _____

Print Name: _____

Notary Public

Bar Roll/Notary ID Number:

Commission Expires: _____